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Commonwealth of Virginia Virginia Port Authority

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February 29, 2000

Mr. Vernon A. Williams, Secretary Surface Transportation Board Office of the Secretary Case Control Unit Attn: STB Ex Parte No. 582 1925 K Street, N.W. Washington, D.C. 20433-0001

Dear Mr. Williams:

Pursuant to the Board's decision of February 16, 2000, please find enclosed (10) ten copies of this letter and summary, and an electronic copy of the same on a 3.5 inch IBM floppy diskette convertible to WordPerfect 7.0 format, of the remarks to be made by the Office of the Secretary of Transportation of the Commonwealth of Virginia and/or by the Virginia Port Authority at the public hearing on March 10, 2000.

Thank you.

Very truly yours,

Robert R. Merhige, III /cmr Robert R. Merhige, III Deputy Executive Director and General Counsel

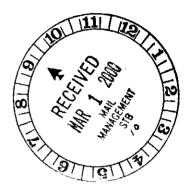
Enclosures

Cc: Hon. Shirley J. Ybarra, Secretary of Transportation

J. Robert Bray

J. ROBERT BRAY

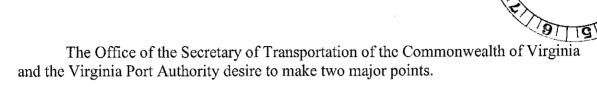
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Summary of Remarks To be Made By Virginia's Office of the Secretary of Transportation

and/or The Virginia Port Authority Before The Surface Transportation Board On March 10, 2000

In Re: STB Ex Parte No. 582



First, from the vantage point of a customer of rail service, the Virginia Port Authority is concerned that the promise of the previous major rail mergers has not yet been realized. Clearly, operating and other adjustments still need to be made. Thus, the timing is simply not right to add yet additional potential disruptions to the nations' freight system.

Second, both BN and CN have made references to their intention to divert United States freight from American to Canadian ports. Beyond question, the combination of those railroads could have a massive impact in that regard. Thus, the STB must seriously consider the interests of United States' ports--and the hundreds of thousands of U.S. jobs that depend on the vitality of those ports--in connection with this matter.



Commonwealth of Virginia Virginia Port Authority

BOARD OF COMMISSIONERS

E. MASSIE VALENTINE, JR., Chairman Chairman Chairman Malliam B. Balles William B. Balles Frances B. Mavens M., Rax Murst, Jr., Frank G. Lourman, Jr., Reter B. D. Ruuben, III.
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Part of Public Record

Mr. Vernon A. Williams, Secretary of the Secretary Surface Transportation Board

Office of the Secretary

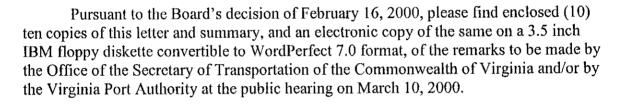
Case Control Unit

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Enclosures

Cc: Hon. Shirley J. Ybarra, Secretary of Transportation

J. Robert Bray

Summary of Remarks To be Made By Virginia's Office of the Secretary of Transportation and/or The Virginia Port Authority Before The Surface Transportation Board On March 10, 2000

In Re: STB Ex Parte No. 582

The Office of the Secretary of Transportation of the Commonwealth of Virginia and the Virginia Port Authority desire to make two major points.

First, from the vantage point of a customer of rail service, the Virginia Port Authority is concerned that the promise of the previous major rail mergers has not yet been realized. Clearly, operating and other adjustments still need to be made. Thus, the timing is simply not right to add yet additional potential disruptions to the nations' freight system.

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